



Shawmut

October 29, 1992

Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Room 2303
Washington, D.C. 20423

Attn: Mildred Lee

Re: ICC Recordation #8006

Dear Ms. Lee:

Shawmut Bank, N.A., hereby certifies to the Interstate Commerce Commission (the "Commission") the following:

- (i) The indebtedness relating to the Trust Indenture and Security Agreement dated July 1, 1975 by and among Shawmut Bank of Boston, N.A., Trustee, Robert Dunn, successor individual Trustee to L.H. Baker, individual Trustee, and Hopper Holdings Corp., debtor, filed with the Commission in connection with the above-referenced recordation has been paid in full, satisfied and forever discharged, as evidenced by the attached Certificate of Cancellation of Indebtedness.
- (ii) Pursuant to the satisfaction of indebtedness as described in (i) above, the Lease and Assignment of Lease dated July 1, 1975 filed with the Commission in connection with the above-referenced recordation has been terminated, having been fully satisfied, as evidenced by the attached Certificate of Cancellation of Assignment of Lease.

Trustee further certifies that it no longer claims any lien, security interest, or other encumbrance with respect to the chattel which is the subject matter of the above-referenced recordation, and Trustee hereby directs the Commission to fully cancel, nullify, and otherwise remove the above-referenced recordation.

Very truly yours,

SHAWMUT BANK, N.A., as Trustee

BY:

Lee E. MacDonald
Lee E. MacDonald, CCTS
Assistant Vice President

Commonwealth of Massachusetts
County of Suffolk

James H. Byrnes
Notary Public

Interstate Commerce Commission
Washington, D.C. 20423

11/3/92

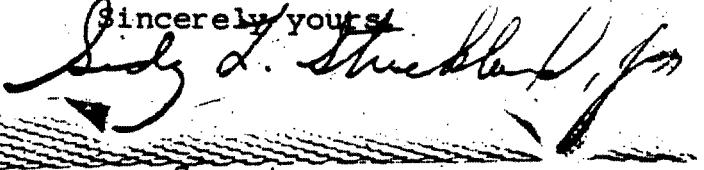
OFFICE OF THE SECRETARY

Lee E. MacDonald
Assistant Vice President
Shawmut Bank N.A.
One Federal Street
Boston, MA. 02211

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/30/92 at 2:35pm , and assigned re-
recording number(s). 8006-D & 8006-E

Sincerely yours,



Secretary

SIDNEY L. STRICKLAND, JR.

Enclosure(s)



Shawmut

806-E
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OCT 30 1992 2:25 PM

CERTIFICATE OF CANCELLATION

WFSN 2-304A020

OF

ASSIGNMENT OF LEASE

KNOW ALL MEN BY THESE PRESENTS:

Shawmut Bank, N.A., (formerly known as Shawmut Bank of Boston, N.A.), the Trustee, therein in its capacity as Trustee (the "Trustee") under the Trust Indenture and Security Agreement dated as of July 1, 1975 (the "Indenture") among Hopper Holdings Corp., a Delaware Corporation (the "Company"), the Trustee, Robert J. Dunn as successor individual Trustee to L.H. Baker, does hereby certify that the Company has paid its obligations under the Indenture and the promissory notes issued thereunder in full, and in connection with such full satisfaction, Trustee hereby agrees to terminate the Assignment of Lease dated July 1, 1975 between the Company, as assignor and the Trustee, as assignee.

Commonwealth of Massachusetts
County of Suffolk

SHAWMUT BANK, N.A.
Trustee

James H. Byrnes
Notary Public
My Commission Expires January 24, 1997

By: Lee E. MacDonald
Lee E. MacDonald, CCTS
Assistant Vice President

Commonwealth of Massachusetts
County of Suffolk

Robert J. Dunn
Robert J. Dunn
Individual Trustee

James H. Byrnes
Notary Public
My Commission Expires January 24, 1997

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RECEIVED BY SHAWMUT BANK
OCT 30 1992 2:25 PM



RE: Trust Indenture and Security Agreement dated July 1, 1975 by and among Shawmut Bank of Boston, N.A., Trustee, L.H. Baker, individual Trustee and Hopper Holding's Corp.

Pursuant to Section 7.05 of the Indenture, Shawmut Bank, N.A. hereby removes L.H. Baker as Individual Trustee and appoints Robert J. Dunn as successor Individual Trustee.

Shawmut Bank, N.A., as Trustee

By: Marcia J. Forest
Vice President

I, Robert J. Dunn, hereby accept appointment as Individual Trustee, pursuant to Section 7.05 of the Indenture.

Robert J. Dunn
Robert J. Dunn

Commonwealth of Massachusetts:
County of Suffolk :

On this 1st day of October, 1992, personally appeared Robert J. Dunn, who resides at 1956 Bay Road, Stoughton, MA 02072, to me known, who swore the above to be his free act and deed.

James H. Byrne
My Commission Expires January 24, 1997

certific/lee